

DAVID K. OAKS

JACKIE M. SMITH

CERTIFIED LEGAL ASSISTANT

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September 13, 1999

State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32302-6327

500002987325--9
-09/15/99-01022-010
****122.50 *****78.75

Re: CHARLOTTE GULF COAST LIVING, INC.
Articles of Incorporation

Dear Sir:

Enclosed please find an original and two copies of the Articles of Incorporation for CHARLOTTE GULF COAST LIVING, INC. together with our check for the filing fee of \$122.50. Please return one copy after filing.

Thank you for your assistance in this matter.

Yours very truly,

David K. Oaks

David K. Oaks

Signed in
attorney's absence
to expedite.

DKO:js
Encl.

99 SEP 15 AM 11:56
FILED
TALLAHASSEE, FLORIDA

gjc 9/21

ARTICLES OF INCORPORATION
OF
CHARLOTTE GULF COAST LIVING, INC.

FILED
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TALLAHASSEE, FLORIDA

We, the undersigned, JULIE SMITH and CHRISTIANE FRANCINE SHELGER, do hereby prepare these Articles of Incorporation for the purpose of forming a corporation for profit as provided under the laws of the State of Florida.

1. NAME. The name of the corporation shall be CHARLOTTE GULF COAST LIVING, INC. a Florida corporation.

2. PURPOSE. The said corporation is to be in the business of engaging in any and all activities allowable under the laws of the State of Florida.

3. GENERAL POWERS. The Association shall have the following powers:

a) To buy, sell, trade, exchange and otherwise transfer and assign all types of real, personal and mixed property, and more specifically to engage fully for the purposes contained in Article II above.

b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

c) To lend money to, and use its credit to assist, its officers and employees in accordance with the Florida Statute 607.141.

d) To construct, buy, own, sell, lease, and operate such buildings and other structures and facilities as may be deemed necessary and proper in connection with the conduct of the business of said corporation.

e) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage or pledge of all any of its property, and income.

g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by Florida Statute 607.011, and to exercise all other powers provided by law to be exercised by corporations.

4. TERM. This corporation is to have perpetual existence, or is to exist until dissolved by operation of law.

5. OFFICE. The principal office and registered office address of the corporation is 20321 Tappan Zee Drive, Port Charlotte, FL 33952.

6. MANAGEMENT. This corporation shall have two directors, elected in accordance with the corporation by-laws. The affairs and business of this corporation shall be conducted by the Board of Directors and a President/Secretary/Treasurer, all of whom will be elected annually by the members of the corporation.

7. DIRECTORS. The names and addresses of the first Board of Directors of this corporation follows:

JULIE SMITH 20321 Tappan Zee Drive
Port Charlotte, FL 33952

CHRISTIANE FRANCINE SHELGER 604 Colonial Bay Drive
Nokomis, FL 34275

This Board of Directors shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

7. OFFICERS.

a) The names and addresses of the first Officers of this corporation are as follows:

President	CHRISTIANE FRANCINE SHELGER 604 Colonial Bay Drive Nokomis, FL 34275
Vice President	JULIE SMITH
Secretary/Treasurer	20321 Tappan Zee Drive Port Charlotte, FL 33952

These officers shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

8. STOCK. Said corporation is hereby authorized to have outstanding at any time, a maximum of one hundred (100) shares of common stock with \$1.00 par value; no other class or type of stock to be issued. Each share of stock shall entitle the owner thereof to one (1) vote.

9. SHAREHOLDERS. The name and post office address of each shareholder hereto, the number of shares of stock each agrees to take, and the amount to be paid therefore, follows:

JULIE SMITH	50%
20321 Tappan Zee Drive	
Port Charlotte, FL 33952	

CHRISTIANE FRANCINE SHELGER	50%
604 Colonial Bay Drive	
Nokomis, FL 34275	

10. RESIDENT AGENT. The name and address of the resident agent of the corporation is:

DAVID K. OAKS, ESQ.
DAVID K. OAKS, P.A.
252 West Marion Avenue
Punta Gorda, FL 33950

11. BY-LAWS. The By-laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded

by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

IN WITNESS WHEREOF, said parties and subscribers have hereunto set their hands and seals this 13 day of September 1999.

SIGNED AND SEALED
IN THE PRESENCE OF:

Rose M. Hansen
Rose M. Hansen
Joanna P. Daynes
Joanna P. Daynes
Rose M. Hansen

Julie Smith
JULIE SMITH
20321 Tappan Zee Drive
Port Charlotte, FL 33952

Laurie Nicol

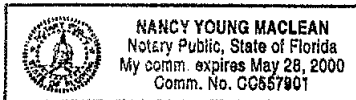
Christiane Francine Shelger
CHRISTIANE FRANCINE SHELGER
604 Colonial Bay Drive
Nokomis, FL 34275

Laura Medlin

STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared JULIE SMITH, incorporator of CHARLOTTE GULF COAST LIVING, INC. who, after being first duly sworn, acknowledged that she executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 13th day of Sept, 1999.
My Commission Expires:



Nancy Young Maclean
Notary Public

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a Notary Public in and for the above State and County, personally appeared CHRISTIANE FRANCINE SHELGER, incorporator of CHARLOTTE GULF COAST LIVING, INC. who, after being first duly sworn, acknowledged that she executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 13th day of Sept, 1999.
My Commission Expires:



Laura Medlin
Notary Public
ID: FL.D.L.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
in compliance with said Act:

First, That CHARLOTTE GULF COAST LIVING, INC. desiring to organize
under the laws of the State of Florida with its principal office as indicated in the
Articles of Incorporation at City of Punta Gorda, County of Charlotte, State of Florida,
has named **DAVID K. OAKS, ESQ.** of 252 West Marion Avenue, City of Punta
Gorda, County of Charlotte, State of Florida, as its agent to accept service of
process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act in this
capacity, and agree to comply with the provisions of said act relative to keeping open
said office.

By David K. Oaks
Resident Agent

FILED
99 SEP 15 AM 11:56
TALLAHASSEE, FLORIDA